

COPY OF PAPERS
ORIGINALLY FILED**DECLARATION AND POWER OF ATTORNEY FOR PATENT APPLICATION**Attorney Docket No. 38866/234737

As a below named inventor, I hereby declare that:

My residence, mailing address and citizenship are as stated below next to my name.

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled:

SYSTEMS AND METHODS FOR REVERSE AUCTION OF FINANCIAL INSTRUMENTS,

the specification of which

☐ is attached hereto

OR

☒ was filed on 6/11/2001 as United States Application No. or PCT International

Application Number 09/879,372.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to patentability as defined in Title 37 Code of Federal Regulations, § 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, § 119(a)-(d) or § 365(b) of any foreign application(s) for patent or inventor's certificate, or § 365(a) of any PCT international application which designated at least one country other than the United States of America, listed below and have also identified below any foreign application for patent or inventor's certificate, or of any PCT International application having a filing date before that of the application on which priority is claimed.

| | | | |
|--------|---------|------------------|--|
| | | | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| Number | Country | MM/DD/YYYY Filed | Priority Claimed |
| | | | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| Number | Country | MM/DD/YYYY Filed | Priority Claimed |
| | | | <input type="checkbox"/> Yes <input type="checkbox"/> No |
| Number | Country | MM/DD/YYYY Filed | Priority Claimed |

I hereby claim the benefit under Title 35, United States Code, § 119(e) of any United States provisional application(s) listed below.

| | |
|--------------------|--------------------------|
| 60/211,890 | 06/14/2000 |
| Application Number | Filing Date (MM/DD/YYYY) |
| 60/210,816 | 06/09/2000 |
| Application Number | Filing Date (MM/DD/YYYY) |

I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s) or § 365(c) of any PCT international application designating the United States of America, listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT International application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56 which became available between the filing date of the prior application and the national or PCT international filing date of this application (37 C.F.R. § 1.63(d)).

| Application No. | Filing Date | Status Patented/Pending/Abandoned |
|-----------------|-------------|--------------------------------------|
| | | |
| Application No. | Filing Date | Status Patented/Pending/Abandoned |
| | | |
| Application No. | Filing Date | Status Patented/Pending/Abandoned |
| | | |

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

POWER OF ATTORNEY: As a named inventor, I hereby appoint the practitioners associated with the Customer Number provided below to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith, and direct that all correspondence be addressed to that Customer Number:

Customer Number 000826

Direct telephone calls to:

William R. Silverio
Registration No. 45,383
Tel Atlanta Office (404) 881-7000
Fax Atlanta Office (404) 881-7777

Full name of (first/sole) inventor: **RICHARD RAYMOND MAY**

Inventor's

Signature: _____ Date: _____

Residence: Mathews, North Carolina

Citizenship: United States

Mailing Address: 1526 Reverdy Oaks Drive
Mathews, North Carolina 28105

In accordance with 37 CFR 1.47(b), the undersigned, in his capacity as an officer of Blackbird Holdings, Inc., executes the present declaration on behalf of the above-named inventor. The present declaration is accompanied by a statement of facts in support of filing on behalf of the nonsigning inventor.

Signature:  Date: 15 JAN 02

Chip Biggers, Esq.

VP Business Development and General Legal Counsel,
Blackbird Holdings, Inc.
112 S. Tryon St. Suite 1800
Charlotte NC 28284

ASSIGNMENT

THIS ASSIGNMENT, made by me, Richard Raymond May, citizen of the United States of America, residing at 1526 Reverdy Oaks Drive, Matthews, North Carolina 28105;

WITNESSETH: That,

WHEREAS, I am the sole inventor of certain new and useful improvements in SYSTEMS AND METHODS OF REVERSE AUCTIONS OF DERIVATIVES for which a PROVISIONAL application for United States Letters Patent has been filed in the United States Patent and Trademark Office June 14, 2000, Application No. 60/211,890, and

WHEREAS, Blackbird Holdings, Inc., a North Carolina corporation having a principal place of business at 112 South Tryon Street, Suite 1800, Charlotte, North Carolina, hereinafter referred to as assignee, is desirous of acquiring the entire right, title, and interest in and to said invention as described in said application, and in and to any and all Letters Patent which shall be granted therefor in the United States of America and all foreign countries;

NOW, THEREFORE, To Whom It May Concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I have sold and by these presents do hereby sell, assign, transfer, and convey unto the said assignee, its successors and assigns, the entire right, title, and interest in and to the said invention and application, and in and to any and all continuations, continuations-in-part, divisions, or non-provisionals claiming priority thereof, and in and to any and all Letters Patent of the United States of America and all foreign countries or reissues or extensions thereof which may be granted therefor or thereon, for the full end of the term for which said Letters Patent may be granted, together with the right to claim the priority of said application in all foreign countries in accordance with the International Convention, the same to be held and enjoyed by said assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by me if this assignment and sale had not been made.

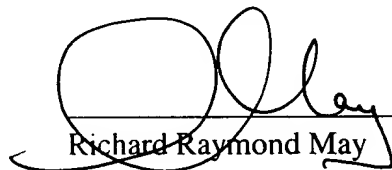
I hereby request that said Letters Patent be issued in accordance with this assignment.

I further covenant and agree that, at the time of the execution and delivery of these presents, I possess full title to the invention and application above-mentioned, and that I have the unencumbered right and authority to make this assignment.

I further covenant and agree to bind my heirs, legal representatives, and assigns promptly to communicate to said assignee or its representatives any facts known to me relating to said

invention, to testify in any interference or legal proceedings involving said invention, to execute any additional papers which may be requested to confirm the right of the assignee, its representatives, successors, or assigns to secure patent or similar protection for the said invention in all countries and to vest in the assignee complete title to the said invention and Letters Patent, without further compensation, but at the expense of said assignee, its successors, assigns, and other legal representatives.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this _____ day of _____, 2001.

 (SEAL)
Richard Raymond May

STATE OF North Carolina)
COUNTY OF Mecklenburg)

I, Wendy S. Ravert, a Notary Public for said County and State, do hereby certify that Richard Raymond May personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 5th day of June, 2001.

(Official Seal)


Notary Public

My commission expires: June 30, 2002

ASSIGNMENT

THIS ASSIGNMENT, made by me, Richard Raymond May, citizen of the United States of America, residing at 1526 Reverdy Oaks Drive, Matthews, North Carolina 28105;

WITNESSETH: That,

WHEREAS, I am the sole inventor of certain new and useful improvements in ONLINE DIGITAL MARKETPLACES AND METHODS FOR DEALER-DRIVEN ELECTRONIC TRADING OF FINANCIAL INSTRUMENTS for which a PROVISIONAL application for United States Letters Patent has been filed in the United States Patent and Trademark Office June 9, 2000, Application No. 60/210,816, and

WHEREAS, Blackbird Holdings, Inc., a North Carolina corporation having a principal place of business at 112 South Tryon Street, Suite 1800, Charlotte, North Carolina, hereinafter referred to as assignee, is desirous of acquiring the entire right, title, and interest in and to said invention as described in said application, and in and to any and all Letters Patent which shall be granted therefor in the United States of America and all foreign countries;

NOW, THEREFORE, To Whom It May Concern, be it known that for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, I have sold and by these presents do hereby sell, assign, transfer, and convey unto the said assignee, its successors and assigns, the entire right, title, and interest in and to the said invention and application, and in and to any and all continuations, continuations-in-part, divisions, or non-provisionals claiming priority thereof, and in and to any and all Letters Patent of the United States of America and all foreign countries or reissues or extensions thereof which may be granted therefor or thereon, for the full end of the term for which said Letters Patent may be granted, together with the right to claim the priority of said application in all foreign countries in accordance with the International Convention, the same to be held and enjoyed by said assignee, its successors and assigns, as fully and entirely as the same would have been held and enjoyed by me if this assignment and sale had not been made.

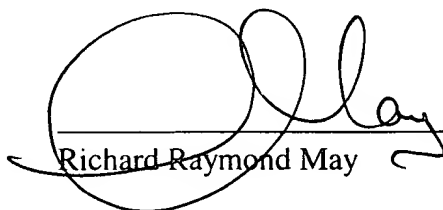
I hereby request that said Letters Patent be issued in accordance with this assignment.

I further covenant and agree that, at the time of the execution and delivery of these presents, I possess full title to the invention and application above-mentioned, and that I have the unencumbered right and authority to make this assignment.

I further covenant and agree to bind my heirs, legal representatives, and assigns promptly

to communicate to said assignee or its representatives any facts known to me relating to said invention, to testify in any interference or legal proceedings involving said invention, to execute any additional papers which may be requested to confirm the right of the assignee, its representatives, successors, or assigns to secure patent or similar protection for the said invention in all countries and to vest in the assignee complete title to the said invention and Letters Patent, without further compensation, but at the expense of said assignee, its successors, assigns, and other legal representatives.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this _____ day of _____, 2001.

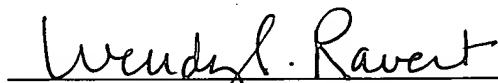
 (SEAL)
Richard Raymond May

STATE OF North Carolina)
COUNTY OF Mecklenburg)

I, Wendy S. Raver, a Notary Public for said County and State, do hereby certify that Richard Raymond May personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal, this the 5th day of June, 2001.

(Official Seal)


Notary Public

My commission expires: June 30, 2002